

2
NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

AMENDMENT OF OIL, GAS AND MINERAL LEASE

STATE OF TEXAS

§

KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF TARRANT

§

§

WHEREAS, JRD Group, Inc. whose address is 777 Taylor Street, Suite 1040, Fort Worth, Texas 76102 ("Lessor") executed that certain Oil, Gas and Mineral Lease dated March 31, 2006, unto Dale Resources L.L.C., which is recorded by Memorandum of Oil and Gas Lease in Document No. D206261387 of the Official Records of Tarrant County, Texas, covering lands more specifically described therein (the "Lease"); and,

WHEREAS, said Lease was conveyed to Chesapeake Exploration Limited Partnership by that certain Conveyance recorded as Document No. D206328529.

WHEREAS, Chesapeake Exploration, L.L.C. has succeeded to all the interests, rights and obligations of Chesapeake Exploration Limited Partnership under said Lease.

WHEREAS, Lessor and Lessee now desire to amend the Lease and allow for the formation of a larger unit than provided for in the Lease.

NOW, THEREFORE, for good and valuable consideration in hand paid to Lessor by Lessee, the receipt and sufficiency of which is hereby acknowledged, Lessor and Lessee hereby delete paragraph 15 in its entirety and in its place do hereby insert the following:

"15. Anything in the lease to the contrary notwithstanding, units pooled for a vertical well shall include no more than forty acres. Units pooled for a horizontal well shall include no more than 640 acres plus a maximum tolerance of 10%. As used in this lease, the term "horizontal well" means one that meets the definition of a horizontal drainhole well under Statewide Rule 86 of the Texas Railroad Commission, and a "vertical well" is a well that is not a horizontal well. In the event lands covered by this lease are pooled, all such lands covered by this lease shall be included in such unit."

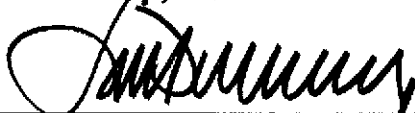
It is understood and agreed by the parties hereto that the provisions hereof shall supersede any provisions to the contrary in the Lease. For adequate consideration, Lessor does hereby adopt, ratify and confirm the Lease, as amended hereby, and does hereby stipulate that the Lease remains in full force and effect. Insofar as is necessary, Lessor does hereby lease, let, and demise to Lessee the lands covered by the Lease, pursuant to the terms and provisions of the Lease, as of the Effective Date set forth herein.

The terms and provisions hereof shall be binding upon the parties hereto, their respective heirs, legatees, devisees, personal representatives, successors and assigns.

IN WITNESS WHEREOF, this instrument is hereby made effective as of the 31st day of May, 2008, regardless of the actual date of execution and acknowledgment by any or all of the parties constituting the Lessor herein.

LESSOR:

JRD Group, Inc.

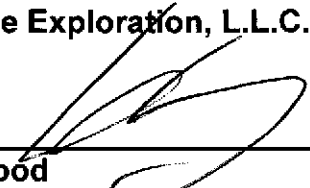


James R. Dunaway, President

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

LESSEE:

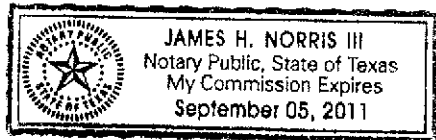
Chesapeake Exploration, L.L.C.

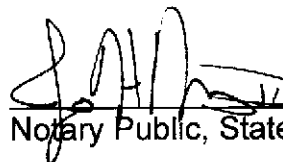
By: 
Henry J. Hood
Senior Vice President – Land and Legal
& General Counsel

ACKNOWLEDGEMENT

THE STATE OF TEXAS §
 §
COUNTY OF TARRANT §

This instrument was acknowledged before me on this the 31st day of May, 2008, by James R. Dunaway, President of JRD Group, Inc., a Texas corporation, on behalf said corporation.

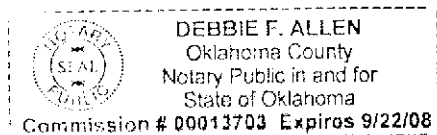


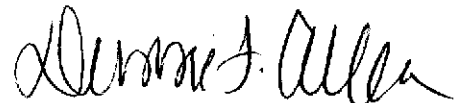

Notary Public, State of Texas

ACKNOWLEDGEMENT

THE STATE OF OKLAHOMA §
 §
COUNTY OF OKLAHOMA §

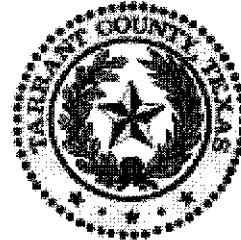
This instrument was acknowledged before me on this the 9th day of June, 2008, by Henry J. Hood, Senior Vice President – Land and Legal & General Counsel of Chesapeake Exploration, L.L.C., an Oklahoma limited liability company on behalf of said company.




Notary Public, State of Oklahoma

(Stamp/Printed Name of Notary
and Date Commission Expires)

Printed Name



DALE RESOURCES
3000 ALTA MESA BLVD STE 300

FT WORTH TX 76133

Submitter: DALE RESOURCES LLC

SUZANNE HENDERSON
TARRANT COUNTY CLERK
TARRANT COUNTY COURTHOUSE
100 WEST WEATHERFORD
FORT WORTH, TX 76196-0401

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 07/09/2008 07:44 AM
Instrument #: D208264193
LSE 3 PGS \$20.00

By: _____



D208264193

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE
OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR
RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

Printed by: MV